



## MENDOCINO COUNTY TOURISM COMMISSION, INC.

### BOARD OF DIRECTORS

### MINUTES

**DATE:** Tuesday, June 14, 2016 **TIME:** 1:00 PM

**LOCATION:** Mendocino County Tourism Commission, 345 Franklin St, Fort Bragg, CA 95437

**CALL-IN LOCATION:** Mendocino County Tourism Commission, 390 W. Standley St., Ukiah, CA 95482

**Call-In Number:** 1-800-567-5900 **Access Code:** 694806

**Guests:** Pauline Zamboni, Richard Strom, Daphne Haney, Jodi Smith, Alison DeGrassi, Cally Dym, Brian Wright

- I. CALL TO ORDER-The Chair called the meeting to order at 1:05 PM.
- II. ROLL CALL-John Kuhry, Marcus Magdaleno, Debra DeGraw, Sharon Davis, Jo Bradley, Susie Plocher, Jan Rodriguez, Deborah Kettner, Bernadette Byrne, Jennifer Seward (phone-in from listed location), Jitu Ishwar (phone-in from non-listed location).
- III. CHAIR'S COMMENTS-The Chair thanked attendees and recommended to move the Closed Session item XI to the end of the agenda. He also stated that several more changes to the Bylaws including the addition of an Executive Committee made up of the Officers of the Board need to be made, therefore there will be no Action Item to vote on the Bylaws today.
- IV. PUBLIC COMMENT ON NON-AGENDA ITEMS –Pauline Zamboni suggested that people announce who they are when they call in to the Board meetings.
- V. APPROVE MINUTES FROM MAY 10<sup>TH</sup> MEETING— Marcus Magdaleno made two corrections to item XIII of the May minutes: where stated *higher than previous year's budget* changed to *actual income*. MCLA money was on balance sheet, *but never transferred*. **Motion to approve minutes with changes made by Bernadette Byrne; Seconded by Sharon Davis. Motion carried (7-0, with 1 abstention).**
- VI. VISIT CALIFORNIA PRESENTATION—Brian Wright presented several California tourism marketing videos showing the iconic destination images of the state. He briefed the board on the status of tourism from UK, CAN and China, pointing out that the new US Visa Waiver program allows for easier access to travel to California for residents of China. Visit California wants to make sure they have the pertinent information to continue to work with MCTC. He also pointed out that tourism dollars dropped off in San Diego once the TOT bid was denied. He warned that if you stop talking about your area, someone else will start talking about theirs.
- VII. DIRECTOR OF TOURISM DEVELOPMENT PRESENTATION—Richard Strom gave a brief report on how the Visit California entities are broken down into 12 entities. Mendocino County is within the North Coast region. They provide up to \$60K in funding to the North Coast if matched. Some of this is in cash and other is in-kind. Mendocino's contribution of \$10K is waived because Richard administers it as the

Rep. This year they are focusing on Canada, UK, and Australia. Visit California will be working with Time, Inc. or PulsePoint that will work to create content to drive tourism to the four northern counties. Currently 10.2% of the visitmendocino.com website traffic is international. They want to assist in the MCTC marketing goal of driving 240,000 unique visitors to the website this year. This plan has been reviewed with Carl Ribaudo who suggested that focusing on top markets should also increase the international market share.

#### VIII. UPDATE FROM FINANCE COMMITTEE—

- 1) Report out from Treasurer regarding June 2, 2016 Finance Committee—Some payouts were missing receipts upon reviewing the credit card statement. They also reviewed contractor reimbursements and will review staff reimbursements at future meetings. The Committee decided that the vacation time will be reflected in payroll but not added to the P&L unless it's paid out. They also posed the question of who should sign off on reimbursements in lieu of having an ED, however nothing was decided.
- 2) Discuss MCLA BOD insurance for 2016, paid by MCTC—The Treasurer posed the question of whether the BOD would like to request a reimbursement of the payment or not since this should have been an MCLA expense rather than MCTCs.
- 3) Discuss over payment of BID by County and letter of explanation—MCTC will not have to refund the money. The \$208K will be a credit to be applied to April/May BID owed from County. This will not include the County match. The Treasurer provided letters from Jon Moore that explained what happened that resulted in this decision.
- 4) MCTC Credit Card update—The new credit card will arrive within 10 days. The bookkeeper will activate the new card, get online access then order new cards for employees.
- 5) **ACTION ITEM—Motion to approve Finance Committee recommendations for requiring board approval regarding expenditures: any change in rates or salary for employees/contractors; any compensation for contractors above and beyond what is specified in their contracts; any large expenses that fall outside regular operating costs; any planned travel expense outside of Mendocino County, *friendly amendment added*: any expenditure that falls under the above criteria and requires approval before the next BOD meeting, the Chair or Treasurer may give approval. Motion with friendly amendment made by Jennifer Seward; Seconded by Jo Bradley. Motion passed (10-0).**
- 6) Discuss FC recommendations of adjustments to MCTC 16-17 FY Budget—The Finance Committee recommended renaming Research & Development/Board Retreat to Board Development & Training with its own line item. Rename the vendor name: Arts Council Sponsorship to In-County Sponsorships. The Board acknowledged that the contract with the County outlines funding to the Arts Council specifically.
- 7) **ACTION ITEM: Motion to adopt the FC recommended credit card policy that card holders be responsible for filling out needed information on credit card receipts made by Jan Rodriguez; Seconded by Jo Bradley. Motion passed (10-0).**
- 8) **ACTION ITEM: The current checking account balance is \$188K; Savings of \$100K, secondary Savings is \$10K. Motion to approve the April Financials made by Bernadette Byrne; Seconded by Sharon Davis. Motion passed (10-0).**

- IX.2016/2017 MCTC/COUNTY CONTRACT— ACTION ITEM: **Motion to approve the County contract with two changes: Page 16, Section 20a-the word 'size.' was added after the word 'similar'. Section 20b-the word CEO was changed to 'Executive Director' made by Jennifer Seward; Seconded by Jo Bradley. Motion passed (9-1).**
- IX. REVIEW 2016-17 MARKETING PLAN & BUDGET—
- 1) ACTION ITEM: **Motion to adopt the Marketing Plan made by Debra DeGraw; Seconded by Jan Rodriguez. Motion passed (9-0).**
  - 2) ACTION ITEM: **Motion to adopt the 2016/17 budget with two changes: Change Art Council Partnerships to “In-County Sponsorships”. Visitor Center & Information Support description changed to: “for county wide visitor centers based on need to be determined by the MCTC Board of Directors” made by Marcus Magdaleno; Seconded by Debra DeGraw. Motion passed (10-0).**
- X. UPDATE FROM ADHOC ED SEARCH COMMITTEE—John Kuhry stated that three selected candidates will be invited back for in-person interviews on Monday June 20 in Ukiah though the board wants to be able to meet with them over the weekend prior.
- XI. UPDATE FROM MARKETING COMMITTEE—The Committee recommended the following:
- 1) ACTION ITEM-**Motion to adopt the California Collective Proposal (dba as DCI) contract made by Jan Rodriguez; Seconded by Bernadette Byrne. Motion passed (10-0).**
  - 2) ACTION ITEM-**Motion to adopt the Brandhound contract with an amendment to include a one-month cancellation clause made by Jo Bradley; Seconded by Deborah Kettner. Motion passed (10-0).**
  - 3) ACTION ITEM-**Motion to adopt the Burrelle’s Luce contract made by Sharon Davis; Seconded by Jo Bradley. Motion passed (10-0).**
  - 4) ACTION ITEM-The Creative Concept contract renewed automatically on May 31st, however there is no committed budget from MCTC. **Motion to allocate \$35K to the Creative Concept contract made by Marcus Magdaleno; Seconded by Bernadette Byrne. Motion passed (10-0).**
  - 5) ACTION ITEM-**Motion to adopt the KOLI Communications contract made by Debra DeGraw; Seconded by Jo Bradley. Motion passed (10-0).**
  - 6) ACTION ITEM-This item tabled until after the Closed Session.
  - 7) ACTION ITEM-**Motion to adopt the Online Marketing Consultant contract made by Sharon Davis; Seconded by Deborah Kettner. Motion passed (10-0).**
- XII. DISCUSS CLOUD AUDIT—The Chair informed the board that Tom Jacobsen runs an independent contract business that detects and fixes issues with web-based programs and it would be helpful to clean out passwords and streamline the business programs to remove them from contractor’s personal accounts.

XIII. UPDATE FROM AD-HOC BYLAWS COMMITTEE—Pauline Zamboni stated that in speaking with Jennifer O'Brien the Code of Ethics policy that was accepted at the last MCTC meeting was fine, however the Conflict of Interest policy needs to be revised to reflect a more equivalent version in line with the public officials. Pauline will be working with Jennifer to include the new policy language along with adding the standing Executive Committee.

XIV. DISCUSSION REGARDING DATE OF MCTC REGULAR BOARD MEETING—Marcus pointed out that the Doodle Poll showed Director's availability leans towards Wednesday rather than Tuesday. This also allows for attendance by the Board of Supervisor members. **Motion to change meeting dates from Tuesday to the second Wednesday of the month made by Marcus Magdaleno; Seconded by Debra DeGraw. Motion passed (9-1).** The meeting dates are codified within the MCTC Bylaws as the second Tuesday of the month, so the meeting change to Wednesday will not happen until the Bylaws are amended.

XV. UPDATE FROM PERSONNEL COMMITTEE—**Closed Session**

XVI. SET NEXT MEETING-The next meeting will be held inland on July 12th at 1 PM.

XVII. ADJOURN-The Chair adjourned the meeting at 5:31PM